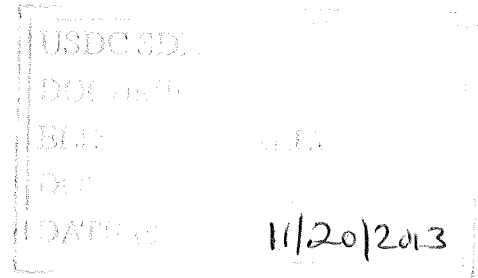


MICHAEL E. KIPLING
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kipling@kiplinglawgroup.com

MEMO ENDORSED

November 19, 2013

The Honorable Denise L. Cote
United States District Court Judge
Southern District of New York
500 Pearl Street, Room 1610
New York, NY 10007



Re: In re: Electronic Books Antitrust Litigation, No. 11-md-02293-DLC (S.D.N.Y)

Dear Judge Cote:

I am writing on behalf of non-party Amazon.com, Inc., regarding the expert declarations that were lodged conditionally with the Court by Apple on Friday, November 15. As we have argued to the Court on several prior occasions, these declarations reveal some of Amazon's most highly confidential proprietary business information, the public disclosure of which would significantly harm Amazon's competitive standing.

Apple has provided us copies of the declarations that are redacted to conceal confidential information of other non-parties, and that reflect the references to Amazon's data and documents that Apple proposes to redact from the public versions of the declarations. We are conferring with Apple's counsel regarding these proposed redactions; at this point, we believe that Apple's proposed redactions capture most, but not all of the material that Amazon believes should be redacted from the public versions of the declarations.

Our plan is to continue to confer with Apple, and with the Plaintiffs as necessary, to reach agreement on the proposed redactions or, at least, to narrow the issues in dispute. We hope to complete that process shortly. In the interim, we ask that the Court not file the declarations in the public record. We also ask that the Court provide Amazon an opportunity to be heard before

The Honorable Denise L. Cote

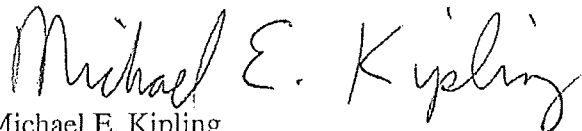
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November 19, 2013

the declarations are filed if we are unable to reach agreement with the parties on a final redacted version of each declaration or if the Court is inclined to reduce the scope of the proposed redactions.

Very truly yours,

KIPLING LAW GROUP PLLC



Michael E. Kipling

Counsel for Non-Party Amazon.com, Inc.

cc: Counsel for All Parties

*The parties shall report to the
Court by Monday, 11/26/13.
Apple shall advise Amazon
promptly of this Order.
Denise Cote
11/19/13*